

DECLARATION and POWER OF ATTORNEY

Attorney's Docket No.
US010470

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.
I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled **SYSTEM AND METHOD FOR CONTROLLING DISTRIBUTION OF DIGITAL COPYRIGHTED MATERIAL USING A MULTI-LEVEL MARKETING MODEL**, the specification of which (check one) is attached hereto.

— was filed on _____ as Application Serial No. _____ and was amended on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by the amendment(s) referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulation, §1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

PRIOR FOREIGN APPLICATION(S)

COUNTRY	APPLICATION NUMBER	DATE OF FILING (DAY, MONTH, YEAR)	PRIORITY CLAIMED UNDER 35 U.S.C. §119

I hereby claim the benefit under Title 35, United States Code, §120 of any United States non-provisional application(s) and/or §119 of any United States provisional application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35 United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

PRIOR UNITED STATES APPLICATION(S)

APPLICATION SERIAL NUMBER	FILING DATE	STATUS (PATENTED, PENDING, ABANDONED)

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

POWER OF ATTORNEY: As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith. (list name and registration number)

Jack E. Haken, Reg. No. 26,902
Michael E. Marion, Reg. No. 32,266

SEND CORRESPONDENCE TO: Corporate Patent Counsel: U.S. Philips Corporation; 580 White Plains Road; Tarrytown, NY 10591	DIRECT TELEPHONE CALLS TO: GREGORY L. THORNE, Reg. No. 39,398 (914) 333-9665
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Dated: <i>12/14/04</i>	Inventor's Signature: <i>Grace Tsui-Feng</i>		
Full Name of Inventor	Last Name Chang	First Name Grace Tsui-Feng	Middle Name
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			Zip Code 75082

Dated: 12/14/01		Inventor's Signature: <i>Mr. G</i>	
Full Name of Inventor	Last Name EPSTEIN	First Name MICHAEL	Middle Name ABRAHAM
Residence & Citizenship	City Spring Valley	State or Foreign Country NY	Country of Citizenship USA
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Dated: 12/14		Inventor's Signature:	
Full Name of Inventor	Last Name	First Name	Middle Name
Residence & Citizenship	City	State or Foreign Country	Country of Citizenship
Post Office Address	Street	City	State or Country Zip Code

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of

Atty. Docket

GRACE TSUI-FENG CHANG ET AL

US010470

Filed: CONCURRENTLY

Title: SYSTEM AND METHOD FOR CONTROLLING DISTRIBUTION OF DIGITAL
COPYRIGHTED MATERIAL USING A MULTI-LEVEL MARKETING MODEL

Commissioner for Patents, Washington, D.C. 20231

APPOINTMENT OF ASSOCIATES

Sir:

The undersigned Attorney of Record hereby revokes all prior appointments (if any) of Associate Attorney(s) or Agent(s) in the above-captioned case and appoints:

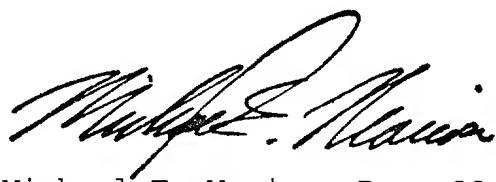
GREGORY L. THORNE (Registration No. 39,398)

MICHAEL E. BELK (Registration No. 33,357)

c/o U.S. PHILIPS CORPORATION, Intellectual Property Department, 580 White Plains Road, Tarrytown, New York 10591, his Associate Attorney(s)/Agent(s) with all the usual powers to prosecute the above-identified application and any division or continuation thereof, to make alterations and amendments therein, and to transact all business in the Patent and Trademark Office connected therewith.

ALL CORRESPONDENCE CONCERNING THIS APPLICATION AND THE LETTERS PATENT WHEN GRANTED SHOULD BE ADDRESSED TO THE UNDERSIGNED ATTORNEY OF RECORD.

Respectfully,



Michael E. Marion, Reg. 32,266
Attorney of Record

Dated at Tarrytown, New York
on December 27, 2001.